

P01000076250

Thornton Williams and Associates

Attorneys at Law
215 South Monroe Street, Suite 600-A
Tallahassee, FL 32301
Telephone: (850) 224-3999
Fax: (850) 224-0099

FILED
01 JUL 31 AM 7:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

July 27, 2001

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

600004509406--1
-07/31/01--01043--001
*****78.75 *****78.75

Re: Articles of Incorporation for Last Chance Financial Corporation
Designation of Initial Registered Agent/Registered Office

Please find enclosed an original and one (1) copy of the Articles of Incorporation for Last Chance Financial Corporation and the Certificate of Designation of Initial Registered Agent/Registered Office.

Also enclosed is a check in the amount of \$78.75 representing the following filing fees:

Articles of Incorporation	\$ 35.00
Designation of Initial Registered Agent/Office	\$ 35.00
Certified Copy	\$ 8.75
	<hr/>
	\$ 78.75

If you have any questions, please feel free to contact me at 224-3999.

Sincerely,

Veronica S. McCrackin

Veronica Smith McCrackin

Attachments

T. Burch AUG 3 2001

**ARTICLES OF INCORPORATION OF
LAST CHANCE FINANCIAL CORPORATION**

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

Article I
NAME

The name of the Corporation is Last Chance Financial Corporation.

Article II
PRINCIPAL OFFICE

The street address of the initial principal office of this corporation is 100 SE 8th Avenue, Ft. Lauderdale, Florida 33301.

Article III
SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares.

Article IV
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 215 South Monroe Street, Suite 600-A, Tallahassee, Florida 32301. The name of the initial registered agent at such address is Thornton J. Williams, as shown on the written acceptance accompanying these articles.

Article V
INCORPORATOR

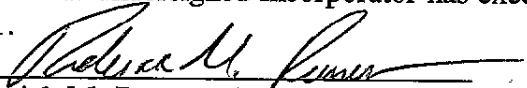
The name and street address of the Incorporator to these Articles of Incorporation is Roderick M. Romero, 818 SE 4th Street, Apt. 503, Fort Lauderdale, Florida 33301

Article VI
INITIAL DIRECTOR

The name and street address of the initial director to this corporation is Roderick M. Romero, 818 SE 4th Street, Apt. 503, Fort Lauderdale, Florida 33301.

FILED
01 JUL 31 AM 7:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned Incorporator has executed these articles this 12th day of July,
2001.



Roderick M. Romero, Incorporator

**CERTIFICATE OF DESIGNATION OF
INITIAL REGISTERED AGENT/INITIAL REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE INITIAL REGISTERED OFFICE/INITIAL REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is Last Chance Financial Corp., 100 Southeast 8th Avenue, Ft. Lauderdale, Florida 33301.
2. The name of the initial registered agent is Thornton J. Williams and initial registered office is 215 South Monroe Street, Suite 600-A, Tallahassee, Florida 32301.

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Thornton J. Williams

Date

7/27/01

SECRETARY OF STATE
TALLAHASSEE FLORIDA

01 JUL 31 AM 7:46

FILED